

**Annex A**

**Proposed Order**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re</b>	:	<b>Chapter 11 Case No.</b>
	:	
<b>LEHMAN BROTHERS HOLDINGS INC., <u>et al.</u>,</b>	:	<b>08-13555 (JMP)</b>
	:	
<b>Debtors.</b>	:	<b>(Jointly Administered)</b>
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**ORDER DENYING DEBTORS' MOTION TO COMPEL THE PRODUCTION OF  
DOCUMENTS AND GRANTING THE CROSS-MOTION OF THE GOLDMAN SACHS  
GROUP, INC. AND GOLDMAN, SACHS & CO. FOR A PROTECTIVE ORDER**

Upon the Cross-Motion of The Goldman Sachs Group, Inc. And Goldman, Sachs & Co. (together, "Goldman Sachs"), dated June 13, 2011 (the "Cross-Motion"), for entry of a protective order permitting Goldman Sachs to produce documents responsive to the Debtors' Supplemental Requests for the production of documents, dated March 1, 2011, on a rolling basis starting the week of June 12, 2011 and with production to be completed by July 22, 2011 at the latest, and awarding Goldman Sachs any fees and costs it has and will incur in responding to the Supplemental Requests, in bringing this Cross-Motion, and in opposing the Debtors' Motion to Compel the Production of Documents [Docket No. 17231] (the "Motion to Compel"), and in denying the Debtors' Motion to Compel, and all parties in interest having received good and sufficient notice of the Cross-Motion; and a hearing having been held on the Cross-Motion on June 15, 2011 at which the Debtors were given an opportunity to be heard; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Cross-Motion be, and it hereby is, granted in all respects; and it is further

ORDERED that the Motion to Compel is denied and that the Debtors shall  
reimburse Goldman Sachs for the costs and fees incurred in responding to the Motion to Compel.

Dated: \_\_\_\_\_, 2011  
New York, New York

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UNITED STATES BANKRUPTCY JUDGE